

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:) No. 07-06720
)
AUTOMOTIVE PROFESSIONALS, INC.,) Chapter 11
)
Debtor.) Honorable Carol A. Doyle
)
) **Hearing Date: May 15, 2013**
) **Hearing Time: 10:30 a.m.**
) **Room: 742**

NOTICE OF MOTION

To: See attached Service List

PLEASE TAKE NOTICE that on **May 15, 2013 at 10:30 a.m.**, or as soon thereafter as counsel may be heard, we shall appear before the Honorable Carol A. Doyle in Courtroom 742 of the United States Bankruptcy Court for the Northern District of Illinois, 219 South Dearborn Street, Chicago, Illinois, or whomever may be sitting in her place and stead, and then and there present the **Motion for the Entry of a Final Decree**, a copy of which is attached hereto and hereby served upon you.

Respectfully submitted,

FRANCES GECKER, solely as Chapter 11 Trustee
of Automotive Professionals, Inc.,

By: /s/ Zane L. Zielinski
One of her attorneys

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Dated: April 29, 2013

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:) No. 07-06720
AUTOMOTIVE PROFESSIONALS, INC.,) Chapter 11
Debtor.) Honorable Carol A. Doyle

MOTION FOR THE ENTRY OF A FINAL DECREE

Frances Gecker, solely as Chapter 11 trustee (the "Trustee") of Automotive Professionals, Inc. ("API" or the "Debtor"), by her attorneys, pursuant to 11 U.S.C. § 350(a), Fed.R.Bankr.P. 3022 and Local Bankruptcy Rule 3022-1, hereby requests the entry of a final decree substantially in the form attached hereto as Exhibit A ("Final Decree") closing API's Chapter 11 case (the "Case"), discharging the Trustee and authorizing the destruction of API's records as set forth herein. In support of her motion (the "Motion"), the Trustee states as follows:

Jurisdiction

1. This Court has jurisdiction over this motion pursuant to 11 U.S.C. § 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), and (O).

Background

2. On April 13, 2007 (the "Petition Date"), the Debtor filed a petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code").

3. An order [Docket No. 1266] (the "Confirmation Order") confirming the Joint Liquidation Plan Of Automotive Professionals, Inc., as Modified [Docket No. 1143] (the "Plan"), filed by the Trustee and the Official Committee of Unsecured creditors of API was entered on March 26, 2010. The Plan became effective on April 9, 2010 (the "Effective Date").

4. Pursuant to Section 6.1 of the Plan, on the Effective Date:

(1) All of the Debtor's assets revested with the Trustee, and

(2) As Trustee, Frances Gecker was charged with the responsibility of administering the Plan, including the reconciliation and payment of claims against the Estate, and the payment of costs incurred by the Trustee and her professionals from Estate funds.

5. FrankGecker LLP has continued to act as legal counsel to the Trustee in connection with her administration of the Plan.

6. The status of payments due to each class under the Plan is as follows:

<u>Class</u>	<u>Type of Claim</u>	<u>Status</u>
	Administrative	Paid in full.
	Priority Tax	Paid in full.
I	Secured Claim of Goldman Sachs & Company	Paid in full.
II	Consumer Claims	Paid approximately 39.40% of their general allowed unsecured claims. There were approximately 6790 Consumers Claims which totaled approximately \$9.6 million.
III	General Unsecured	Paid approximately 16.82% of their general allowed unsecured claims. There were approximately 390 General Unsecured Claims which totaled approximately \$8 million.
IV	Intercompany Claims	No payments were due to Allowed Class IV Claims under the Plan.
V	Interests	The Interests of the Shareholders were cancelled as of the Effective Date.

7. As of the filing of this Motion, the Trustee has liquidated all of the assets of the Debtor's estate (the "Estate"), resolved all claims filed against the Estate, and completed all distributions contemplated by the Plan. The Trustee has undertaken a good faith effort to locate

and ascertain the address of any claimholder, from whom prior correspondence was returned undelivered. Since her appointment, the Trustee has disbursed \$73 million.

8. Fees and expenses incurred by the Trustee in connection with her administration of the Plan (the "Unpaid Trustee Expenses") are due and owing pursuant to the terms of the Plan in the following estimated amounts:

Frances Gecker, Trustee	\$20,520.00
FrankGecker LLP	\$15,470.40
Popowcer Katten Ltd.	\$1,525.81

9. The Trustee is currently holding \$32,948.02. The Unpaid Trustee Expenses, and any unpaid fees due to the United States Trustee exceed the amount of funds remaining to be administered. Therefore, after the payment of such expenses, there will be no Estate funds remaining. The distribution of Allowed Class II and Allowed Class III Claims resulted in a total distribution of approximately \$5,318,000 million to the Debtor's general unsecured creditors.

10. The Trustee has maintained, and is in possession of, the Debtor's books and records that have been necessary for the administration of the Plan (the "Records").

11. As the Plan has been fully administered, the Trustee no longer needs the Records other than those records specifically needed to comply with tax and other applicable law.

12. As of the entry of the Final Decree closing the Case, the Trustee will have fully executed her fiduciary duties under the Plan, and it is appropriate that she be discharged.

Relief Requested

13. The Trustee seeks the entry of a Final Decree, substantially in the form attached hereto as Exhibit A; (a) closing the Case and discharging the Trustee; (b) approving the payment of any Unpaid Trustee Expenses; and (c) authorizing the destruction of the Records, other than those records specifically needed in connection with tax reporting requirements and any other applicable law.

Basis for Relief Requested

14. Section 350(a) of the Bankruptcy Code provides that after an estate is fully administered “the court shall close the case.” Fed.R.Bankr.P. 3022 provides that “[a]fter an estate is fully administered in a chapter 11 reorganization case, the court, on its own motion or on motion of a party in interest, shall enter a final decree closing the case.”

15. The phrase “fully administered” is not defined by the Bankruptcy Code. However, Fed.R.Bankr.P. 3022 is intended to allow bankruptcy courts flexibility in determining whether an estate is fully administered. *See, e.g., In re Federated Dept. Stores, Inc.*, 43 Fed. Appx. 820, 822 (6th Cir. 2002). Generally, courts look to the following factors in deciding whether to issue a final decree:

- (1) whether the order confirming the plan has become final;
- (2) whether deposits required by the plan have been distributed;
- (3) whether the property proposed by the plan to be transferred has been transferred;
- (4) whether the debtor or the successor of the debtor under the plan has assumed the business or the management of the property dealt with by the plan;
- (5) whether payments under the plan have commenced; and
- (6) whether all motions, contested matters, and adversary proceedings have been fully resolved.

Fed.R.Bankr.P. 3022, Advisory Comm. Note (1991); *In re JMP-Newcor International, Inc.*, 225 B.R. 462, 465 (Bankr. N.D. Ill. 1998).

16. The Case has been fully administered within the meaning of Section 350 of the Bankruptcy Code, and it is appropriate for the Court to enter a final decree closing the Case. Specifically, all Estate assets have been fully liquidated, all claims filed against the Estate have been resolved, payments required to be made pursuant to the Plan have been made or provisions

have been made for their payment, the Confirmation Order is final and nonappealable, and there are no pending motions, contested matters, or adversary proceedings. In addition, any outstanding fees due to the Office of the United States Trustee pursuant to 28 U.S.C. § 1930 will be paid.

17. Therefore, because the Case is fully administered, it is fair and equitable and in the best interests of the Estate and its creditors that this Court enter the Final Decree closing the Case and discharging the Trustee.

18. In addition, because the Case has been fully administered, and the Debtor ceased its business operations prior to confirmation of the Plan, other than for tax purposes, there is no longer a need to retain the Records. The Trust therefore seeks authorization to destroy the Records to the extent not contrary to any applicable law.

19. The Trustee intends to file a Final Report, describing among other things (a) the Unpaid Trustee Expenses, and (b) the distributions to creditors made under the Plan.

Notice

20. The Trustee has provided notice of the Motion and the relief requested herein to the U.S. Trustee, API and its affiliates, counsel for the Official Committee of Unsecured Creditors, API's twenty largest creditors as listed in API's bankruptcy petition, and all parties that have requested notice of all pleadings filed in the Bankruptcy Case. The cost of providing notice of the Motion to tens of thousands of the Debtor's creditors would greatly exceed the amount of funds remaining to administer the Plan, and impose an undue burden on the Estate. Therefore, the Trustee seeks leave, pursuant to Local Bankruptcy Rule 3022-1, to limit notice as set forth herein, which the Trustee submits is fair and equitable under the circumstances.

WHEREFORE, Frances Gecker, solely as Chapter 11 trustee of Automotive Professionals, Inc., by her attorneys, pursuant to 11 U.S.C. § 350(a), Fed.R.Bankr.P. 3022 and

Local Bankruptcy Rule 3022-1, respectfully requests that the Court enter a final decree substantially in the form attached hereto as Exhibit A; (a) closing the Case and discharging the Trustee; (b) approving the payment of the Unpaid Trustee Expenses; (c) authorizing the destruction of the Records, other than as may be required in connection with tax reporting requirements and any other applicable law; and (d) granting such further relief as is just.

Respectfully submitted,

FRANCES GECKER, solely as Chapter 11 Trustee
of Automotive Professionals, Inc.,

By: /s/ Zane L. Zielinski
One of her attorneys

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Dated: April 29, 2013

CERTIFICATE OF SERVICE

I, Zane L. Zielinski, an attorney, hereby certify that service of the **Notice of Motion and Motion for the Entry of a Final Decree** on all parties identified as Registrants on the service list attached was accomplished through the Court's Electronic Notice for Registrants. As to all other parties on the attached Service List, I caused copies to be sent via email or U.S. Mail, as indicated, postage prepaid, before the hour of 5:00 p.m. on April 29, 2013.

/s/ Zane L. Zielinski

Mailing Information for Case 07-06720

Electronic Mail Notice List

The following is the list of **parties** who are currently on the list to receive email notice/service for this case.

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